

Interim Financial Report for the Period Ended September 26, 2020

LOGISTEC

Q3 2020

Revenue

(in millions of Canadian dollars)

	2017	2018	2019 ⁽¹⁾	2020 ⁽¹⁾
March	60.1	82.4	114.7	109.4
June	101.9	149.2	156.2	123.6
September	168.3	184.5	195.3	191.9
December	145.5	168.7	173.7	
Year-to-date	475.7	584.9	639.9	424.9

Adjusted EBITDA ⁽²⁾

(in millions of Canadian dollars)

	2017	2018	2019 ⁽¹⁾	2020 ⁽¹⁾
March	3.4	(3.2)	1.2	7.5
June	11.9	14.9	21.7	19.9
September	29.0	33.2	36.0	41.7
December	30.4	19.3	30.7	
Year-to-date	74.7	64.2	89.6	69.1

Profit (loss) attributable to owners of the Company

(in millions of Canadian dollars)

	2017	2018	2019 ⁽¹⁾	2020 ⁽¹⁾
March	(1.5)	(9.5)	(8.9)	(5.4)
June	4.8	1.9	5.9	4.6
September	11.0	22.3	17.4	20.4
December	13.2	3.4	11.8	
Year-to-date	27.4	18.1	26.2	19.6

Total earnings (loss) per share ⁽³⁾

(in Canadian dollars)

	2017	2018	2019 ⁽¹⁾	2020 ⁽¹⁾
March	(0.13)	(0.75)	(0.70)	(0.42)
June	0.37	0.14	0.45	0.35
September	0.83	1.69	1.33	1.56
December	1.01	0.26	0.90	
Year-to-date	2.11	1.38	2.00	1.50

⁽¹⁾ The 2020 and 2019 figures reflect the application of IFRS 16 Leases ("IFRS 16"), for which the 2018 and 2017 comparative figures have not been restated. Please refer to the application of IFRS 16 section on page 7 for further details.

⁽²⁾ Adjusted EBITDA is a non-IFRS measure; please refer to the non-IFRS measures section on page 6.

⁽³⁾ For earnings (loss) per share per class of share, please refer to the selected quarterly financial information on page 5.



To Our Shareholders

Highlights from the third quarter of 2020:

- Consolidated revenue reached \$191.9 million, down \$3.4 million or 1.8%;
- Adjusted EBITDA ⁽¹⁾ closed at \$41.7 million, up \$5.7 million;
- Total diluted earnings per share of \$1.56, up 17.3%;
- Launch of ALTRA, LOGISTEC's field-proven innovation in water technology solutions.

Highlights from the nine-month period ended September 26, 2020:

- Consolidated revenue reached \$424.9 million, down \$41.3 million or 8.9%;
- Adjusted EBITDA ⁽¹⁾ closed at \$69.1 million, up \$10.2 million;
- Total diluted earnings per share closed at \$1.50, up 36.4%.

During the third quarter of 2020, consolidated revenue totalled \$191.9 million, a decrease of \$3.4 million or 1.8% over the same period in 2019. Revenue from the marine services segment was lower at \$79.3 million compared to \$100.9 million in the corresponding period of 2019. As we anticipated, volumes were depressed, as global trade has slowed down following the measures put in place by governments to suppress the COVID-19 virus. In addition, volumes in the United States further suffered from an extremely active hurricane season that disrupted some of our terminals' operations. Revenue from the environmental services segment amounted to \$112.6 million, an increase of \$18.2 million or 19.3% over the third quarter of 2019. Since the end of May 2020, we have resumed all businesses in this segment, and we are now operating at full capacity to execute the strong order book we have.

The adjusted EBITDA ⁽¹⁾ for the quarter closed at \$41.7 million, an increase of \$5.7 million or 15.8% over the comparative period. The increase stems mainly from the strong performance of our environmental services segment and from a \$1.7 million wage subsidy from the Canada Emergency Wage Subsidy program.

Overall, LOGISTEC Corporation reported a profit attributable to owners of the Company of \$20.4 million in the third quarter of 2020, up \$3.0 million from the \$17.4 million recorded in the corresponding period last year. This translated into total diluted earnings per share of \$1.56, of which \$1.50 was attributable to Class A shares and \$1.65 to Class B shares.

Outlook

We view the outlook for the remainder of the year with cautious optimism considering the unprecedented impact of this pandemic. In our marine services segment, we anticipate volumes to remain somewhat depressed due to the impact of the second wave of the COVID-19 virus on the economy around the world. In our environmental services segment, we foresee a reasonable quarter as we ramp down our activities before the end of the year. In the long run, with the launch of ALTRA, our field-proven innovation in water technology solutions, we believe that it will consolidate our unique water solutions under one brand and strengthen our product offering to allow us to gain market share in key markets.

(signed) James C. Cherry

James C. Cherry, FCPA, FCA
Chairman of the Board

(signed) Madeleine Paquin

Madeleine Paquin, C.M.
President and Chief Executive Officer

November 4, 2020

⁽¹⁾ Adjusted EBITDA is a non-IFRS measure, please refer to the non-IFRS measures section.

Introduction

This management's discussion and analysis ("MD&A") deals with LOGISTEC Corporation's operations, results and financial position for the three-month and nine-month periods ended September 26, 2020, and September 28, 2019. All financial information contained in this MD&A and the attached condensed consolidated interim financial statements ("Q3 2020 financial statements") have been prepared in accordance with International Financial Reporting Standards ("IFRS") using the same accounting policies as outlined in Note 2 of the notes to 2019 audited consolidated financial statements, except for the new accounting standards and amendments described in Note 2 of the Q3 2020 financial statements. In this report, unless indicated otherwise, all dollar amounts are expressed in Canadian dollars.

Our Business

The Company is incorporated in the Province of Québec and its shares are listed on the Toronto Stock Exchange ("TSX") under the ticker symbols LGT.A and LGT.B. The Company's largest shareholder is Sumanic Investments Inc.

The operations of LOGISTEC Corporation, its subsidiaries, and its joint ventures (collectively "LOGISTEC", the "Company", "we", "us", or "our") are divided into two segments: marine services and environmental services.

Marine Services

LOGISTEC provides specialized cargo handling and other services to a wide variety of marine and industrial customers. The Company has cargo handling facilities in 38 ports and 65 terminals across North America. It is widely diversified in terms of cargo type and port location with a good balance between import and export activities.

Our other marine services include marine transportation services geared primarily to the Arctic coastal trade and agency services to foreign shipowners and operators serving the Canadian market.

Environmental Services

The Company, through its subsidiaries SANEXEN Environmental Services Inc. ("SANEXEN") and FER-PAL Construction Ltd. ("FER-PAL"), operates in the environmental sector. We deliver creative and customized solutions to industrial, municipal and governmental clients with respect to renewal of underground water mains, site remediation, soils and materials management, risk assessment, and manufacturing of woven hoses.

Business Development

COVID-19 Measures

During March 2020, the COVID-19 outbreak was declared a pandemic by the World Health Organization. The situation is constantly evolving, and the measures put in place have numerous economic repercussions at the global and national levels. These measures, which include travel bans, solitary confinement or quarantine, whether voluntary or not, and social distancing, have caused significant disruption in the United States and Canada, where the Company operates.

LOGISTEC rolled out its business continuity plan for its operations that are deemed essential services by the government authorities in Canada and the United States. More precisely, the Company's marine operations are considered essential services and, as such, our terminal operations across our North American network remained open and functional. In addition, our manufacturing of woven hoses, which is essential in providing communities with drinking water and fighting forest fires, remained operational.

On the environmental services side, we are, as every year, affected by the seasonality of our operations and most activities cannot be performed in the winter season. This includes site remediation and renewal of water mains. COVID-19 has nonetheless affected some of these activities, causing significant delays in our projects. However, since the end of May 2020, we have resumed all businesses in this segment, and we are now operating under strict distancing and sanitation protocols.

As at September 26, 2020, the Company believed that it qualified to receive the Canada Emergency Wage Subsidy ("CEWS") and that there was a reasonable assurance that the amount would be received from the Canadian federal government in connection with the COVID-19 pandemic. For the three-month and the nine-month periods ended September 26, 2020, the Company recognized a wage subsidy of \$1.7 million and \$12.7 million, respectively, against the salary expense qualifying for that subsidy under employee benefits expense in the condensed consolidated interim statements of earnings.

In light of the COVID-19 measures, management has reviewed its judgments, estimates and assumptions, which are fully described in the 2019 audited consolidated financial statements, related to the carrying amounts of assets and liabilities that are not readily apparent from other sources. As at September 26, 2020, management has not found any triggering events that could impair its long-lived assets, including goodwill, that could increase the allowance for doubtful accounts on its trade receivables, or that could limit its ability to draw on its credit facilities.

Selected Quarterly Financial Information

(in thousands of Canadian dollars, except per share amounts)

	Q1 \$	Q2 \$	Q3 \$	Q4 \$	Year-to-date \$
2020					
Revenue	109,431	123,595	191,847		424,873
Adjusted EBITDA ⁽¹⁾	7,473	19,930	41,720		69,123
Profit (loss) attributable to owners of the Company	(5,421)	4,590	20,465		19,634
Basic earnings (loss) per Class A Common Share ⁽²⁾	(0.41)	0.35	1.52		1.46
Basic earnings (loss) per Class B Subordinate Voting Share ⁽³⁾	(0.45)	0.38	1.68		1.61
Total basic earnings (loss) per share	(0.42)	0.36	1.58		1.52
Diluted earnings (loss) per Class A share	(0.41)	0.34	1.50		1.44
Diluted earnings (loss) per Class B share	(0.45)	0.37	1.65		1.58
Total diluted earnings (loss) per share	(0.42)	0.35	1.56		1.50
	Q1 \$	Q2 \$	Q3 \$	Q4 \$	Year \$
2019					
Revenue	114,748	156,175	195,293	173,726	639,942
Adjusted EBITDA ⁽¹⁾	1,168	21,744	36,040	30,659	89,611
Profit (loss) attributable to owners of the Company	(8,890)	5,927	17,393	11,764	26,194
Basic earnings (loss) per Class A share	(0.67)	0.44	1.31	0.89	1.97
Basic earnings (loss) per Class B share	(0.74)	0.49	1.44	0.97	2.16
Total basic earnings (loss) per share	(0.70)	0.46	1.37	0.92	2.05
Diluted earnings (loss) per Class A share	(0.67)	0.43	1.27	0.86	1.92
Diluted earnings (loss) per Class B share	(0.74)	0.48	1.40	0.95	2.11
Total diluted earnings (loss) per share	(0.70)	0.45	1.33	0.90	2.00

⁽¹⁾ Adjusted EBITDA is a non-IFRS measure; please refer to the non-IFRS measures section below.

⁽²⁾ Class A Common Share ("Class A share").

⁽³⁾ Class B Subordinate Voting Share ("Class B share").

Non-IFRS Measures

In this MD&A, the Company uses measures that are not in accordance with IFRS. Adjusted earnings before interest expense, income taxes, depreciation and amortization expense ("adjusted EBITDA") and net indebtedness/capitalization ratio are not defined by IFRS and cannot be formally presented in the Q3 2020 financial statements. The definition of adjusted EBITDA excludes the Company's impairment charge and includes the customer repayment of an investment in a service contract. The definition of adjusted EBITDA and net indebtedness/capitalization ratio used by the Company may differ from those used by other companies. Even though adjusted EBITDA is a non-IFRS measure, it is used by managers, analysts, investors and other financial stakeholders to analyze and assess the Company's performance and management from a financial and operational standpoint. Net indebtedness/capitalization ratio is a leverage ratio used by our fund providers.

The following tables provide a reconciliation of profit (loss) for the period to adjusted EBITDA:

(in thousands of Canadian dollars)

	Q1 \$	Q2 \$	Q3 \$	Q4 \$	Year-to-date \$
2020⁽¹⁾					
Profit (loss) for the period	(5,230)	4,615	20,464		19,849
PLUS:					
Depreciation and amortization expense	10,776	11,223	11,602		33,601
Net finance expense	3,006	2,676	2,914		8,596
Income taxes	(1,079)	1,416	6,740		7,077
Adjusted EBITDA ⁽¹⁾	7,473	19,930	41,720		69,123
	Q1 \$	Q2 \$	Q3 \$	Q4 \$	Year \$
2019⁽¹⁾					
Profit (loss) for the period	(8,931)	6,106	17,478	11,784	26,437
PLUS:					
Depreciation and amortization expense	10,834	10,728	10,497	10,063	42,122
Net finance expense	2,552	2,804	2,662	4,335	12,353
Income taxes	(3,287)	2,106	5,403	4,477	8,699
Adjusted EBITDA ⁽¹⁾	1,168	21,744	36,040	30,659	89,611

⁽¹⁾ The 2020 and 2019 figures reflect the application of IFRS 16, for which the comparative figures have not been restated. Please refer to the application of IFRS 16 section on page 7 for further details.

Q3 2020 MANAGEMENT'S DISCUSSION AND ANALYSIS

(unaudited)

(in thousands of Canadian dollars)

	Q1 \$	Q2 \$	Q3 \$	Q4 \$	Year \$
2018					
Profit (loss) for the period	(8,326)	3,060	19,823	3,437	17,994
PLUS:					
Depreciation and amortization expense	6,083	6,485	7,385	8,627	28,580
Impairment charge	—	—	—	6,821	6,821
Net finance expense	804	2,745	1,858	2,067	7,474
Income taxes	(1,745)	2,630	4,081	(1,658)	3,308
Adjusted EBITDA	(3,184)	14,920	33,147	19,294	64,177
2017					
Profit (loss) for the period	(1,559)	4,781	12,167	11,967	27,356
PLUS:					
Depreciation and amortization expense	4,026	4,223	12,419	13,191	33,859
Impairment charge	—	—	—	2,917	2,917
Net finance expense	312	397	791	2,033	3,533
Income taxes	(220)	2,535	3,610	286	6,211
Customer repayment of an investment in a service contract	865	—	—	—	865
Adjusted EBITDA	3,424	11,936	28,987	30,394	74,741

Application of IFRS 16

The following table provides the estimated impact of the adoption of IFRS 16:

(in thousands of Canadian dollars)

	Q1 \$	Q2 \$	Q3 \$	Q4 \$	Year-to-date \$
2020					
Statement of earnings line items:					
Operating expense ⁽¹⁾	3,674	3,801	4,307		11,782
Depreciation and amortization expense ⁽²⁾	(2,980)	(3,186)	(3,469)		(9,635)
Finance expense ⁽³⁾	(1,163)	(1,215)	(1,463)		(3,841)
Loss before income taxes	(469)	(600)	(625)		(1,694)
2019					
Statement of earnings line items:					
Operating expense ⁽¹⁾	3,460	3,168	3,634	3,424	13,686
Depreciation and amortization expense ⁽²⁾	(3,025)	(2,763)	(2,938)	(2,842)	(11,568)
Finance expense ⁽³⁾	(922)	(876)	(1,090)	(1,072)	(3,960)
Loss before income taxes	(487)	(471)	(394)	(490)	(1,842)

⁽¹⁾ IFRS 16 requires the recognition of an asset and a related liability for all contractual obligations previously accounted for as operating leases under IAS 17 Leases, unless the contract term is 12 months or less or the underlying asset has a low value. Lease payments falling under the scope of IFRS 16 are presented in the unaudited condensed consolidated interim statements of cash flows as repayment of lease liabilities and interest paid, instead of as operating expense.

⁽²⁾ Right-of-use assets are depreciated in accordance with IAS 16 Property, Plant and Equipment using the straight-line method over the earlier of the end of their estimated useful lives or the lease term.

⁽³⁾ Accretion interest expenses on the lease liability were created under IFRS 16.

Seasonal Nature of Operations

Marine services are affected by weather conditions and are therefore of a seasonal nature. During the winter months, the St. Lawrence Seaway is closed. There is no activity on the Great Lakes, reduced activity on the St. Lawrence River, and no activity in Arctic transportation due to ice conditions.

Environmental services are also affected by weather conditions, as the majority of the specialized services offered involve the excavation of soils, which is more difficult during the winter.

Historically, the first quarter and, to a lesser extent, the second quarter have always presented a lower level of activity and yielded weaker results than the other quarters. The third and fourth quarters are usually the most active.

Business Combinations

Through an asset acquisition on June 26, 2020, Gulf Stream Marine, Inc. ("GSM") acquired the Care terminal at the Port of Houston in Texas, and on July 15, 2020, acquired an additional terminal at the Port of Pascagoula in Mississippi for a total purchase price of US\$12.0 million (CA\$16.5 million), subject to certain adjustments. These two strategically located marine terminals complement LOGISTEC's growing network throughout the U.S. Gulf, which is now operating in 12 terminals in three Gulf Coast states. The purchase price has been allocated on a preliminary basis and will be finalized as soon as the Company has obtained all the necessary information. We are currently evaluating the property, plant and equipment, and the intangible assets as at September 26, 2020.

Please refer to Note 5 of the notes to Q3 2020 financial statements for further details.

Results

Revenue

Consolidated revenue totalled \$191.9 million for the third quarter of 2020, down \$3.4 million or 1.8% from \$195.3 million for the same period in 2019. Consolidated revenue was positively affected by \$0.3 million due to a stronger U.S. dollar against the Canadian dollar in the third quarter of 2020 compared with the third quarter of 2019.

In the third quarter of 2020, revenue in the marine services segment amounted to \$79.3 million, lower than in the third quarter of 2019 by \$21.6 million. The decrease is primarily attributable to COVID-19 that has affected trade volumes following the measures put in place by governments to suppress the virus and thus impacting revenue throughout our port terminals in the marine services segment. In addition, volumes in the United States further suffered from an extremely active hurricane season, which disrupted some of our operations along the Florida and Texas coastlines.

Revenue from the environmental services segment was \$112.6 million, up from \$94.4 million in the third quarter of 2019. The increase is primarily attributable to the fact that we have resumed all businesses in this segment since the end of May 2020, and are now operating at full capacity to execute a strong order book.

For the nine-month period ended September 26, 2020, consolidated revenue totalled \$424.9 million, compared with \$466.2 million for the same period in 2019, a decrease of \$41.3 million or 8.9%. Consolidated revenue has been positively affected by \$4.4 million year-to-date, due to a strengthening of the U.S. dollar against the Canadian dollar in 2020. Revenue in the marine services segment totalled \$251.0 million for the first nine months of 2020, down by \$35.5 million from \$286.5 million for the same period last year. The environmental services segment delivered revenue totalling \$173.9 million, a decrease of \$5.8 million over revenue of \$179.7 million for the same nine-month period in 2019.

Q3 2020 MANAGEMENT'S DISCUSSION AND ANALYSIS

(unaudited)

These decreases are primarily attributable to COVID-19, which has affected trade volumes and thus revenue throughout our port terminals in the marine services segment. It has also caused delays in our environmental services segment due to the temporary halt measures imposed by government authorities on some of our lines of service.

Employee Benefits Expense

In the third quarter of 2020, employee benefits expense decreased by \$5.8 million or 6.0% to \$89.5 million, from the \$95.3 million recorded for the same quarter in 2019. The decrease stemmed mainly from two factors: the lower revenue, since a portion of the employee benefits expense related to our field operations is variable in nature, and the \$1.7 million wage subsidy the Company claimed under the CEWS program.

For the first nine months of 2020, the employee benefits expense reached \$201.3 million, a decrease of \$31.1 million or 13.4% over the \$232.4 million recorded for the same period last year. The decrease stemmed mainly from three factors: the lower revenue, since a portion of the employee benefits expense related to our field operations is variable in nature, the \$12.7 million wage subsidy the Company claimed under the CEWS program, and a \$2.9 million reduction of the long-term incentive plan ("LTIP") provision for executives, considering the economic slowdown due to COVID-19. Please refer to Note 6 to the notes to Q3 2020 financial statements for further details on the government assistance.

Equipment and Supplies Expense

Equipment and supplies expense amounted to \$45.2 million in the third quarter of 2020, a decrease of \$5.6 million compared with the same period last year. The overall ratio of equipment and supplies expense to consolidated revenue decreased to 23.5% for the third quarter of 2020, compared with 26.0% for the third quarter of 2019. The decline is primarily attributable to lower terminal expenses in the marine services segment as some customers have temporarily postponed their deliveries, and to increased field installation efficiencies in the environmental services segment.

For the first nine months of 2020, equipment and supplies expense amounted to \$109.3 million, a decrease of \$15.1 million or 12.1% over the first nine months of 2019. This decrease is in line with the revenue decrease, as the overall ratio of equipment and supplies expense to consolidated revenue was 25.7% for the first nine months of 2020 compared with 26.7% for the same period in 2019.

Other Expenses

For the first nine months of 2020, other expenses stood at \$19.3 million, down \$4.4 million or 18.6% compared to the first nine months of 2019. This decrease stems mainly from lower travel costs and professional fees incurred in 2020 compared to 2019.

Share of Profit of Equity Accounted Investments

For the first nine months of 2020, share of profit of equity accounted investments stood at \$4.1 million, down \$1.6 million or 28.0% compared to the first nine months of 2019. This decrease stems mainly from our equity accounted investments in Transport Nanuk Inc., which had a lower number of sailings to communities in the Canadian Arctic, given the pandemic.

Other Gains and Losses

Other gains and losses varied by \$2.5 million, from a \$1.0 million gain in the third quarter of 2019 to a \$1.5 million loss this quarter. In the first nine months of the year, other gains and losses varied by \$2.8 million, from a \$1.6 million loss in 2019 to a \$1.2 million gain in 2020. These variances are mainly related to unrealized exchange gains and losses on translating net working capital denominated in U.S. dollars.

Profit for the Period and Earnings per Share

Overall, the Company reported a profit attributable to owners of the Company of \$20.4 million in the third quarter of 2020, up \$3.0 million from the \$17.4 million recorded in the corresponding period last year. This translated into total diluted earnings per share of \$1.56, of which \$1.50 was attributable to Class A shares and \$1.65 to Class B shares.

Profit before income taxes from the marine services segment amounted to \$4.1 million in the third quarter of 2020, down \$8.3 million from the \$12.4 million profit reported for the same quarter of 2019. This decrease stems mainly from lower cargo volumes, which are primarily attributable to COVID-19 and the unrealized exchange losses on translating net working capital denominated in U.S. dollars. These decreases were partially offset by lower equipment and supplies expense due to lower terminal expenses with some customers having temporarily postponed their deliveries, and a \$1.0 million wage subsidy from the CEWS program.

Profit before income taxes from the environmental services segment amounted to \$23.1 million in the third quarter of 2020, \$12.6 million more than the \$10.5 million reported for the same quarter of 2019. This increase is mainly attributable to higher revenue, since we are now operating at full capacity to execute the strong order book we have following the temporary halt measures imposed by government authorities, to the lower equipment and supplies expense due to increased field installation efficiencies, and the \$0.7 million wage subsidy from the CEWS program.

For the first nine months of 2020, the Company reported a profit of \$19.8 million, of which a profit of \$0.2 million was attributable to a non-controlling interest, amounting to a \$19.6 million profit attributable to owners of the Company. This translated into a total diluted earnings per share of \$1.50, of which \$1.44 per share was attributable to Class A shares and \$1.58 per share to Class B shares.

For the first nine months of 2020, profit before income taxes from the marine services segment amounted to \$16.0 million, down from \$19.9 million profit in the same period of 2019. As mentioned above, this decrease stems mainly from lower cargo volumes, which is primarily attributable to COVID-19 and a lower share of profit of our equity accounted investment in Transport Nanuk Inc. These decreases were partially offset by a \$5.1 million wage subsidy from the CEWS program, lower travel costs and professional fees incurred in 2020 compared to 2019, to support business integration and to analyze business development opportunities, the lower equipment and supplies expense due to some customers having temporarily postponed their deliveries, and the unrealized exchange gains on translating net working capital denominated in U.S. dollars.

For the first nine months of 2020, the profit before income taxes from the environmental services segment amounted to \$10.9 million, a positive variation when compared to the \$1.0 million loss in the same period of 2019. The increased profitability is mainly attributable to lower employee benefits expense resulting from the \$7.5 million wage subsidy from the CEWS program.

All other items of the unaudited condensed consolidated interim statements of earnings varied according to normal business parameters.

Dividends

The Company's Board of Directors determines the level of dividend payments. Although LOGISTEC does not have a formal dividend policy, the practice to date has been to maintain regular quarterly dividends with modest increases over the years.

The following table describes the 2020 schedule of dividend payments, which are all eligible dividends for Canada Revenue Agency purposes.

(in millions of dollars, except per share amounts)

Declaration date	Record date	Payment date	Per Class A \$	Per Class B \$	Total \$
December 4, 2019	January 3, 2020	January 17, 2020	0.09350	0.10285	1.2
March 17, 2020	April 3, 2020	April 17, 2020	0.09350	0.10285	1.2
May 6, 2020	June 19, 2020	July 3, 2020	0.09350	0.10285	1.3
August 6, 2020	September 25, 2020	October 9, 2020	0.09350	0.10285	1.3

The Board of Directors has maintained the dividend payment for now, and will reassess the decision at the upcoming Board meetings, depending on the evolution of the economic crisis.

Liquidity and Capital Resources

Capital Management

The Company's financial strategy and primary objectives when managing capital are described in Note 10 of the notes to the 2019 audited consolidated financial statements and were applied consistently in the third quarter of 2020. Please also refer to Note 7 of the notes to Q3 2020 financial statements for an update on financial risk management information.

Capital Resources

Total assets amounted to \$814.2 million as at September 26, 2020, up \$79.5 million over the December 31, 2019, closing balance of \$734.7 million. The increase is mainly due to the additional \$47.6 million in right-of-use assets, \$22.5 million in incremental contract assets that reflect the higher level of our seasonal operations and the business combination, partially offset by the collection of trade and other receivables.

Cash and cash equivalents totalled \$23.7 million at the end of the third quarter of 2020, up \$1.1 million from \$22.6 million as at December 31, 2019. The main items underlying this decrease are as follows:

(in thousands of dollars)

Sources:	
Cash generated from operations	65,670
	65,670
Uses:	
Business combinations	(16,457)
Acquisition of property, plant and equipment, net of proceeds from disposal	(15,950)
Repayment of lease liabilities	(9,641)
Changes in non-cash working capital items	(7,900)
Interest paid	(7,424)
Income taxes paid	(4,392)
	(61,764)

Working Capital

Working capital totalled \$102.6 million at the end of the third quarter of 2020, for a current ratio of 1.82:1, comparable to the amount of \$98.0 million and ratio of 1.85:1 as at December 31, 2019.

Long-Term Debt

Total net indebtedness amounted to \$158.3 million as at September 26, 2020, up by \$3.0 million from \$155.3 million as at December 31, 2019. The increase stems mainly from the revaluation of long-term debt denominated in foreign currency, which had an impact of \$1.9 million. The net indebtedness/capitalization ratio is a non-IFRS measure and is reconciled in Note 7 of the notes to Q3 2020 financial statements.

Since the beginning of the pandemic and the resulting financial crisis, we have made sure that our cash balance of immediately available funds remained above \$20.0 million, as a precautionary measure. As discussed in the Company's 2019 Annual Report, we renegotiated our banking facility in the fourth quarter of 2019 to increase it to \$300.0 million. This facility is committed and supported by six major Canadian banks and financial institutions. They have assured us that our facility is secure and that funds will be available, if the need arises.

Equity Attributable to Owners of the Company

As at September 26, 2020, equity attributable to owners of the Company amounted to \$294.9 million, up by \$14.5 million from the December 31, 2019, closing balance of \$280.4 million. Adding total net indebtedness yields a capitalization of \$453.2 million, which computes to a net indebtedness/capitalization ratio of 34.9% compared with 35.6% as at December 31, 2019. The net indebtedness/capitalization ratio is a non-IFRS measure and is reconciled in Note 7 of the notes to Q3 2020 financial statements.

As at November 4, 2020, 7,377,622 Class A shares and 5,540,569 Class B shares were issued and outstanding. Each Class A share is convertible at any time by its holder into one Class B share. Please refer to Note 8 of the notes to Q3 2020 financial statements for further details regarding the Company's share capital.

Normal Course Issuer Bid ("NCIB")

The Company repurchased some of its shares for cancellation purposes pursuant to NCIBs. The new NCIB was launched on October 28, 2020 and will terminate on October 27, 2021. LOGISTEC intends to repurchase, for cancellation purposes, up to 368,881 Class A shares and 277,113 Class B shares, representing 5% of the issued and outstanding shares of each class as at October 16, 2020.

Significant Joint Venture

As disclosed in Note 14 of the notes to 2019 audited consolidated financial statements, the Company holds various investments in joint ventures. The Company has only one significant joint venture, namely Termont Terminal Inc., whose activities are aligned with the Company's core business.

The following table summarizes the financial information of Termont Terminal Inc. at 100%. The Company holds a 50% equity interest in this joint venture.

(in thousands of dollars)

	As at September 26, 2020 \$		As at December 31, 2019 \$	
<hr/>				
Statement of financial position				
Total assets			93,256	88,978
Total liabilities			40,053	37,603
<hr/>				
	For the three months ended		For the nine months ended	
	September 26, 2020 \$	September 28, 2019 \$	September 26, 2020 \$	September 28, 2019 \$
<hr/>				
Statement of earnings				
Revenue	825	916	2,808	2,943
Share of profit of an equity accounted investment	1,830	1,731	5,051	4,028
Profit for the period	2,187	2,217	6,332	5,695

Other Items in the Consolidated Statements of Financial Position

Financial position as at (in millions of dollars)	September 26, 2020 \$	December 31, 2019 \$	Var. \$	Var. %	Explanation of variation
Trade and other receivables	141.4	156.2	(14.8)	(9.5)	The decrease in trade and other receivables needs to be analyzed in light of the increase in contract assets as some of the contract work performed in our environmental services segment was not invoiced at the end of the third quarter of 2020.
Contract assets	33.1	10.6	22.5	n.m.	Contract assets represent the gross unbilled amount that will be collected from customers for contract work performed in our environmental services segment. The late start of the season in all business activities led to higher work in progress at the end of the third quarter of 2020.
Prepaid expenses and other	10.9	5.1	5.8	n.m.	This variation is primarily explained by the timing of payments of our insurance premium and property taxes.
Property, plant and equipment	194.1	184.3	9.8	5.3	This increase stems mainly from the capital expenditures of \$19.2 million, the acquisition of two terminals for \$9.6 million and the revaluation of property, plant and equipment denominated in foreign currency in the amount of \$2.3 million, all of which exceeded the depreciation expense of \$20.9 million.
Right-of-use assets	137.2	89.6	47.6	53.1	This increase stems mainly from the addition of \$55.5 million and the revaluation of right-of-use assets denominated in foreign currency in the amount of \$2.1 million, all of which exceeded the depreciation expense of \$9.6 million.
Goodwill	146.9	140.6	6.3	4.5	The majority of the increase stems from the acquisition of two terminals by GSM, as discussed in the business combinations section of this MD&A.
Trade and other payables	94.4	86.2	8.2	9.5	The variation is primarily explained by the seasonality of operations.
Contract liabilities	9.0	5.4	3.6	68.7	Contract liabilities represent advance consideration received from customers, for which revenue will be recognized when contract work is performed in our environmental services segment. The late start of the season in all business activities led to higher deferred revenue at the end of the third quarter of 2020.
Current income tax liabilities	5.3	3.1	2.2	69.0	The increase is due to the timing of the 2020 tax instalments made.

n.m.: not meaningful

Q3 2020 MANAGEMENT'S DISCUSSION AND ANALYSIS

(unaudited)

Financial position as at (in millions of dollars)	September 26, 2020 \$	December 31, 2019 \$	Var. \$	Var. %	Explanation of variation
Current portion of lease liabilities	11.2	9.8	1.4	14.4	This increase stems mainly from the addition of \$55.8 million and the revaluation of lease liabilities denominated in foreign currency in the amount of \$2.8 million, partly offset by the repayment of lease liabilities in the amount of \$9.6 million.
Non-current lease liabilities	129.1	81.5	47.6	58.4	
Current portion of long-term debt	4.4	9.4	(5.0)	(53.4)	This net increase stems mainly from the revaluation of long-term debt denominated in foreign currency in the amount of \$1.9 million.
Long-term debt	177.5	168.5	9.0	5.4	
Non-current liabilities	40.9	46.1	(5.2)	(11.3)	This decrease stems mainly from the reversal of the \$2.9 million LTIP provision and the repayment of a \$2.5 million advance due to a non-controlling interest.
Share capital	45.6	40.2	5.4	13.4	The variation is mainly due to the issuance of Class B shares in accordance with the terms of the 2016 acquisition of the non-controlling interest in SANEXEN.
Share capital to be issued	4.9	9.8	(4.9)	(50.0)	

All other items included in the condensed consolidated interim statements of financial position varied according to normal business parameters in the third quarter of 2020.

Application of New Accounting Standards and Amendments

The following amendments have been published and adopted:

- Amendments to Hedge Accounting Requirements - IBOR Reform and its Effects on Financial Reporting (Phase 1);
- Amendments to References to Conceptual Framework in IFRS Standards;
- Definition of a Business (Amendments to IFRS 3);
- Definition of Material (Amendments to IAS 1 and IAS 8).

Please refer to Note 2 of the Q3 2020 financial statements for further details.

Report on Disclosure Controls

Pursuant to the requirements of National Instrument 52-109 "Certification of Disclosure in Issuers' Annual and Interim Filings", the President and Chief Executive Officer and the Chief Financial Officer are responsible for the establishment and maintenance of disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"). They are assisted in these tasks by a Certification Steering Committee, which comprises members of the Company's senior executives including the two previously mentioned executives.

They have reviewed this management's discussion and analysis and the Q3 2020 financial statements and related notes (the "Interim Filings"). Based on their knowledge, the Interim Filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, for the period covered by the Interim Filings. Based on their knowledge, the Q3 2020 financial statements, together with the other financial information included in the Interim Filings, fairly present in all material respects the financial condition, financial performance, and cash flows of the Company, as of the date and for the periods presented in the Interim Filings.

The President and Chief Executive Officer and the Chief Financial Officer have concluded that the design of DC&P provided reasonable assurance that material information relating to the Company, including its consolidated subsidiaries, was communicated to them in a timely manner for the preparation of the Interim Filings and that information required to be disclosed in its Interim Filings was recorded, processed, summarized and reported within the required time periods.

The President and Chief Executive Officer and the Chief Financial Officer have also designed such ICFR, or caused it to be designed under their supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with IFRS, the Company's generally accepted accounting principles.

Despite the COVID-19 outbreak and the necessity of physical distancing, there has been no change in the Company's ICFR that occurred during the third quarter of 2020 that has materially affected, or is reasonably likely to materially affect, the Company's ICFR.

Outlook

In the outlook section of the MD&A of our second quarter of 2020 interim financial report, we were concerned about a potential recurring wave of the ongoing COVID-19 pandemic, and the resulting uncertainties for the economy.

While we are deep into the second wave now, and it is unsettling for businesses and people, the constant uncertainty regarding the near future seems to be somewhat more easily manageable than expected. People, institutions, governments and businesses alike seem to be progressively adapting, learning and adjusting to this threat. While many businesses are again unfairly affected by confinement and temporary closure, the impact seems to be less generalized than during the first wave and more industries and business are still in operation.

This is certainly benefitting our environmental services segment. As you may recall, SANEXEN's operations were suspended for ten weeks during the second quarter of 2020, following a government enforced shutdown of the construction industry in Québec. In the third quarter, we were not affected by such measures, as we are now fully operational in this segment. Indeed, since both SANEXEN and FER-PAL were able to generate a sturdy back log that contributed to our strong results in that segment in the third quarter of 2020, the last quarter of 2020 looks promising as we are striving to execute the maximum of this order book.

The outlook for the marine services segment remains volatile, but is expected to improve somewhat in the fourth quarter. We expect continued uncertainty given the impact of COVID-19 on the economies of North America, Europe and the rest of the world. We are fortunate to be agile and will adapt as needed, while continuing to review opportunities offered in this more difficult environment.

In the environmental services segment, we have introduced our new ALTRA Proven Solutions brand ("ALTRA") representing our field-proven innovation in water technology solutions. ALTRA brings together the ingenuity and unparalleled depth of experience of our people with the innovative solutions developed by soil and water technology engineers, to provide customized and proven solutions for their customers.

ALTRA combines a series of comprehensive solutions to protect and renew water infrastructure including ALTRA Water Technologies (formerly Aqua-Pipe), which addresses water main infrastructure issues, ALTRA Lead Solutions (formerly Neofit), which protects people from lead in their drinking water, and ALTRA PFAS Solutions, eliminating potentially harmful "forever chemicals" from drinking water, offering truly flexible, fluid and proven management solutions for long-lasting and sustainable results. We believe in working hand-in-hand with our customers and communities, and are looking at providing solutions for a sustainable future.

Q3 2020 MANAGEMENT'S DISCUSSION AND ANALYSIS

(unaudited)

We are also well aware that we must never lower our guard: this pernicious virus is still very present and will resurge if we are not careful. This is why we continue to rigorously apply our distancing and sanitation protocols in the field, with respect to our employees as well as with all stakeholders we interact with.

Finally, we must praise all our employees for their passion and resilience: they are the foundation of our success.

Furthermore, let's all continue to apply the proper protective measures:

- Wear a mask
- Keep a 2-metre distance
- Wash your hands often, for 20 seconds
- Cough or sneeze in your mask or elbow
- If you feel ill, stay at home and seek medical advice.

This MD&A along with the annual report, the audited annual consolidated financial statements, the annual information form and the information circular and compensation disclosure and analysis are all filed on SEDAR's website (www.sedar.com) and some of these documents can also be consulted on LOGISTEC's website (www.logistec.com), in the investors section.

The interim financial reports and financial press releases can also be consulted on SEDAR and LOGISTEC's website.

For the purpose of informing shareholders and potential investors about the Company's prospects, sections of this document may contain forward-looking statements, within the meaning of securities legislation, about the Company's activities, performance and financial position and, in particular, hopes for the success of the Company's efforts in the development and growth of its business. These forward-looking statements express, as of the date of this document, the estimates, predictions, projections, expectations or opinions of the Company about future events or results. Although the Company believes that the expectations produced by these forward-looking statements are founded on valid and reasonable bases and assumptions, these forward-looking statements are inherently subject to important uncertainties and contingencies, many of which are beyond the Company's control, such that the Company's performance may differ significantly from the predicted performance expressed or presented in such forward-looking statements.

The important risks and uncertainties that may cause the actual results and future events to differ significantly from the expectations currently expressed are examined under "Business Risks" in the Company's annual report and include (but are not limited to) the performances of domestic and international economies and their effect on shipping volumes, weather conditions, labour relations, pricing and competitors' marketing activities. The reader of this document is thus cautioned not to place undue reliance on these forward-looking statements. The Company undertakes no obligation to update or revise these forward-looking statements, except as required by law.

(signed) Jean-Claude Dugas
Jean-Claude Dugas, CPA, CA
Chief Financial Officer

November 4, 2020

Q3 2020 CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

(unaudited)

Condensed Consolidated Interim Statements of Earnings

(in thousands of Canadian dollars, except for per share amounts and number of shares)

		For the three months ended		For the nine months ended	
	Notes	September 26, 2020 \$	September 28, 2019 \$	September 26, 2020 \$	September 28, 2019 \$
Revenue	9	191,847	195,293	424,873	466,216
Employee benefits expense		(89,548)	(95,261)	(201,264)	(232,353)
Equipment and supplies expense		(45,153)	(50,756)	(109,291)	(124,374)
Operating expense		(10,588)	(11,290)	(31,191)	(30,878)
Other expenses		(6,828)	(7,059)	(19,319)	(23,736)
Depreciation and amortization expense		(11,602)	(10,497)	(33,601)	(32,059)
Share of profit of equity accounted investments		3,527	4,162	4,071	5,654
Other (losses) gains		(1,537)	951	1,244	(1,577)
Operating profit		30,118	25,543	35,522	26,893
Finance expense		(3,060)	(2,733)	(9,031)	(8,374)
Finance income		146	71	435	356
Profit before income taxes		27,204	22,881	26,926	18,875
Income taxes		(6,740)	(5,403)	(7,077)	(4,222)
Profit for the period		20,464	17,478	19,849	14,653
Profit (loss) attributable to:					
Owners of the Company		20,465	17,393	19,634	14,430
Non-controlling interest		(1)	85	215	223
Profit for the period		20,464	17,478	19,849	14,653
Basic earnings per Class A Common Share ⁽¹⁾		1.52	1.31	1.46	1.09
Basic earnings per Class B Subordinate Voting Share ⁽²⁾		1.68	1.44	1.61	1.19
Diluted earnings per Class A share		1.50	1.27	1.44	1.06
Diluted earnings per Class B share		1.65	1.40	1.58	1.16
Weighted average number of Class A shares outstanding, basic and diluted		7,377,655	7,385,989	7,379,478	7,389,289
Weighted average number of Class B shares outstanding, basic		5,544,436	5,407,301	5,504,921	5,377,686
Weighted average number of Class B shares outstanding, diluted		5,703,038	5,714,471	5,696,538	5,717,871

⁽¹⁾ Class A Common Share ("Class A share")

⁽²⁾ Class B Subordinate Voting Share ("Class B share")

See accompanying notes to the condensed consolidated interim financial statements.

Q3 2020 CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

(unaudited)

Condensed Consolidated Interim Statements of Comprehensive Income

(in thousands of Canadian dollars)

	For the three months ended		For the nine months ended	
	September 26, 2020 \$	September 28, 2019 \$	September 26, 2020 \$	September 28, 2019 \$
Profit for the period	20,464	17,478	19,849	14,653
Other comprehensive (loss) income				
Items that are or may be reclassified to the consolidated statements of earnings				
Currency translation differences arising on translation of foreign operations	(2,906)	1,591	3,567	(3,359)
Unrealized gain (loss) on translating debt designated as hedging item of the net investment in foreign operations	1,872	(810)	(1,675)	2,348
(Loss) gain on derivative financial instruments designated as cash flow hedges	(92)	18	(92)	(167)
Income taxes relating to derivative financial instruments designated as cash flow hedges	24	(5)	24	45
Total items that are or may be reclassified to the consolidated statements of earnings	(1,102)	794	1,824	(1,133)
Items that will not be reclassified to the consolidated statements of earnings				
Remeasurement loss on benefit obligation	(1,260)	(1,056)	(2,548)	(2,136)
Return on retirement plan assets	188	2,254	21	539
Income taxes on remeasurement gain (loss) on benefit obligation and return on retirement plan assets	285	(323)	670	429
Total items that will not be reclassified to the consolidated statements of earnings	(787)	875	(1,857)	(1,168)
Share of other comprehensive income (loss) of equity accounted investments, net of income taxes				
Items that are or may be reclassified to the consolidated statements of earnings	4	—	(15)	—
Items that will not be reclassified to the consolidated statements of earnings	(1)	—	4	—
Total share of other comprehensive income (loss) of equity accounted investments, net of income taxes	3	—	(11)	—
Other comprehensive (loss) income for the period, net of income taxes	(1,886)	1,669	(44)	(2,301)
Total comprehensive income for the period	18,578	19,147	19,805	12,352
Total comprehensive income (loss) attributable to:				
Owners of the Company	18,599	19,054	19,575	12,142
Non-controlling interest	(21)	93	230	210
Total comprehensive income for the period	18,578	19,147	19,805	12,352

See accompanying notes to the condensed consolidated interim financial statements.

Condensed Consolidated Interim Statements of Financial Position

(in thousands of Canadian dollars)

	Notes	As at September 26, 2020 \$	As at December 31, 2019 \$
Assets			
Current assets			
Cash and cash equivalents		23,657	22,608
Trade and other receivables		141,378	156,228
Contract assets		33,064	10,593
Current income tax assets		5,210	6,028
Inventories		14,055	12,569
Prepaid expenses and other		10,858	5,129
		228,222	213,155
Equity accounted investments		42,747	42,349
Property, plant and equipment		194,061	184,304
Right-of-use assets		137,184	89,581
Goodwill	5	146,939	140,617
Intangible assets	5	40,685	40,735
Non-current assets		2,430	2,417
Non-current financial assets		8,065	8,829
Deferred income tax assets		13,825	12,751
Total assets		814,158	734,738
Liabilities			
Current liabilities			
Trade and other payables		94,379	86,217
Contract liabilities		9,034	5,356
Current income tax liabilities		5,290	3,131
Dividends payable		1,260	1,245
Current portion of lease liabilities		11,236	9,820
Current portion of long-term debt		4,379	9,390
		125,578	115,159
Lease liabilities		129,094	81,495
Long-term debt		177,533	168,510
Deferred income tax liabilities		20,948	21,156
Post-employment benefit obligations		21,662	18,383
Contract liabilities		2,633	2,933
Non-current liabilities		40,888	46,088
Total liabilities		518,336	453,724
Equity			
Share capital	8	45,622	40,222
Share capital to be issued	8	4,906	9,811
Retained earnings		232,926	220,641
Accumulated other comprehensive income	10	11,495	9,697
Equity attributable to owners of the Company		294,949	280,371
Non-controlling interest		873	643
Total equity		295,822	281,014
Total liabilities and equity		814,158	734,738

See accompanying notes to the condensed consolidated interim financial statements.

Condensed Consolidated Interim Statements of Changes in Equity

(in thousands of Canadian dollars)

	Notes	Attributable to owners of the Company					Non-controlling interest \$	Total equity \$
		Share capital \$	Share capital to be issued \$	Accumulated other comprehensive income (Note 10) \$	Retained earnings \$	Total \$		
Balance as at January 1, 2020		40,222	9,811	9,697	220,641	280,371	643	281,014
Profit for the period		—	—	—	19,634	19,634	215	19,849
Other comprehensive income (loss)								
Currency translation differences arising on translation of foreign operations		—	—	3,552	—	3,552	15	3,567
Unrealized loss on translating debt designated as hedging item of the net investment in foreign operations		—	—	(1,675)	—	(1,675)	—	(1,675)
Remeasurement loss on benefit obligation and return on retirement plan assets, net of income taxes		—	—	—	(1,857)	(1,857)	—	(1,857)
Share of other comprehensive loss of equity accounted investments, net of income taxes		—	—	(11)	—	(11)	—	(11)
Cash flow hedges, net of income taxes		—	—	(68)	—	(68)	—	(68)
Total comprehensive income for the period		—	—	1,798	17,777	19,575	230	19,805
Remeasurement of written put option liabilities		—	—	—	(818)	(818)	—	(818)
Repurchase of Class A shares	8	(4)	—	—	(159)	(163)	—	(163)
Issuance and repurchase of Class B shares	8	499	—	—	(708)	(209)	—	(209)
Issuance of Class B shares capital to a subsidiary shareholder	8	4,905	(4,905)	—	—	—	—	—
Class B shares to be issued under the Executive Stock Option Plan		—	—	—	91	91	—	91
Other dividend		—	—	—	(121)	(121)	—	(121)
Dividends on Class A shares	8	—	—	—	(2,070)	(2,070)	—	(2,070)
Dividends on Class B shares	8	—	—	—	(1,707)	(1,707)	—	(1,707)
Balance as at September 26, 2020		45,622	4,906	11,495	232,926	294,949	873	295,822

See accompanying notes to the condensed consolidated interim financial statements.

Condensed Consolidated Interim Statements of Changes in Equity [Continued]

(in thousands of Canadian dollars)

	Notes	Attributable to owners of the Company						
		Share capital \$	Share capital to be issued \$	Accumulated other comprehensive income (Note 10) \$	Retained earnings \$	Total \$	Non-controlling interest \$	Total equity \$
Balance as at January 1, 2019		35,016	14,717	12,061	200,404	262,198	2,191	264,389
Profit for the period		—	—	—	14,430	14,430	223	14,653
Other comprehensive (loss) income								
Currency translation differences arising on translation of foreign operations		—	—	(3,346)	—	(3,346)	(13)	(3,359)
Unrealized gain on translating debt designated as hedging item of the net investment in foreign operations		—	—	2,348	—	2,348	—	2,348
Remeasurement loss on benefit obligation and return on retirement plan assets, net of income taxes		—	—	—	(1,168)	(1,168)	—	(1,168)
Cash flow hedges, net of income taxes		—	—	(122)	—	(122)	—	(122)
Total comprehensive (loss) income for the period		—	—	(1,120)	13,262	12,142	210	12,352
Remeasurement of written put option liabilities		—	—	—	(697)	(697)	—	(697)
Repurchase of Class A shares	8	(5)	—	—	(286)	(291)	—	(291)
Issuance and repurchase of Class B shares	8	352	—	—	(1,146)	(794)	—	(794)
Issuance of Class B share capital to a subsidiary shareholder	8	4,906	(4,906)	—	—	—	—	—
Dividends on Class A shares	8	—	—	—	(2,032)	(2,032)	—	(2,032)
Dividends on Class B shares	8	—	—	—	(1,635)	(1,635)	—	(1,635)
Balance as at September 28, 2019		40,269	9,811	10,941	207,870	268,891	2,401	271,292

See accompanying notes to the condensed consolidated interim financial statements.

Q3 2020 CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

(unaudited)

Condensed Consolidated Interim Statements of Cash Flows

(in thousands of Canadian dollars)

	Notes	For the nine months ended September 26, 2020 \$	September 28, 2019 \$
Operating activities			
Profit for the period		19,849	14,653
Items not affecting cash and cash equivalents		45,824	45,293
Cash generated from operations		65,673	59,946
Dividends received from equity accounted investments		3,600	3,770
Contributions to defined benefit retirement plans		(674)	(698)
Settlement of provisions		(371)	(217)
Changes in non-cash working capital items		(7,900)	(16,333)
Income taxes paid		(4,392)	(9,857)
		55,936	36,611
Financing activities			
Net change in short-term bank loans		—	(13,577)
Issuance of long-term debt, net of transaction cost		59,639	81,969
Repayment of long-term debt		(57,465)	(50,607)
Repayment of other non-current liability		(2,447)	(310)
Repayment of lease liabilities		(9,641)	(7,374)
Interest paid		(7,424)	(8,635)
Issuance of Class B shares		190	258
Repurchase of Class A shares	8	(163)	(291)
Repurchase of Class B shares	8	(903)	(1,350)
Dividends paid on Class A shares		(2,070)	(2,012)
Dividends paid on Class B shares		(1,692)	(1,606)
		(21,976)	(3,535)
Investing activities			
Acquisition of property, plant and equipment		(16,290)	(29,919)
Acquisition of intangible assets		(89)	(53)
Proceeds from disposal of property, plant and equipment		340	1,676
Business combinations	5	(16,457)	—
Repayment of due to shareholders		(121)	(5,386)
Interest received		205	226
Repayment of other non-current financial assets		165	157
Acquisition of other non-current assets		(496)	(276)
Proceeds from disposal of other non-current assets		79	123
		(32,664)	(33,452)
Net change in cash and cash equivalents		1,296	(376)
Cash and cash equivalents, beginning of period		22,608	15,393
Effect of exchange rate on balances held in foreign currencies of foreign operations		(247)	1,085
Cash and cash equivalents, end of period		23,657	16,102
Additional information			
Acquisition of property, plant and equipment included in trade and other payables		3,297	645
Issuance of Class B shares under the Employee Stock Purchase Plan for non-interest-bearing loans	8	504	298

See accompanying notes to the condensed consolidated interim financial statements.

NOTES TO Q3 2020 CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

as at and for the three months and nine months ended September 26, 2020, and September 28, 2019
(in thousands of Canadian dollars)
(unaudited)

1. General Information

LOGISTEC Corporation (the “Company”) provides specialized cargo handling and other services to a wide variety of marine, industrial and municipal customers. The Company has cargo handling facilities in 38 ports across North America and offers marine agency services to foreign shipowners and operators serving the Canadian market. The Company is widely diversified in terms of cargo type and port location with a balance between import and export activities. Furthermore, the Company, through its subsidiaries SANEXEN Environmental Services Inc. (“SANEXEN”) and FER-PAL Construction Ltd. (“FER-PAL”), operates in the environmental services segment where it provides services for the renewal of underground water mains, soils and materials management, site remediation, risk assessment and manufacturing of woven hoses.

The Company is incorporated in the Province of Québec and is governed by the Québec *Business Corporations Act*. Its shares are listed on the Toronto Stock Exchange (“TSX”) under the ticker symbols LGT.A and LGT.B. The address of its registered office is 600 de la Gauchetière Street West, 14th Floor, Montréal, Québec H3B 4L2, Canada.

The Company’s largest shareholder is Sumanic Investments Inc.

The accompanying Q3 2020 financial statements of the Company have been prepared by, and are the responsibility of, management. The Q3 2020 financial statements were approved by the Company’s Board of Directors on November 4, 2020.

2. Basis of Preparation

The condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard (“IAS”) 34 *Interim Financial Reporting*, using the same accounting policies as outlined in Note 2 of the notes to 2019 audited consolidated financial statements, except as described below.

In the application of the Company’s significant accounting policies, management is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. The estimates and underlying assumptions are reviewed on an ongoing basis. Actual results may differ from these estimates. The measurement of certain assets and liabilities in the preparation of these Q3 2020 financial statements includes significant assumptions made by management, which have been set out in Note 3 of the notes to 2019 audited consolidated financial statements with the exception of what is discussed in Note 3 below.

The Q3 2020 financial statements do not include all the information required for annual financial statements and should therefore be read in conjunction with the audited consolidated financial statements included in the Company’s 2019 annual report.

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(in thousands of Canadian dollars)
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Application of New Accounting Standards and Amendments

On January 1, 2020, the Company adopted the following new amendments:

- Amendments to Hedge Accounting Requirements - IBOR Reform and its Effects on Financial Reporting (Phase 1);
- Amendments to References to Conceptual Framework in IFRS Standards;
- Definition of a Business (Amendments to IFRS 3);
- Definition of Material (Amendments to IAS 1 and IAS 8).

The Company completed its assessment of the impact of these amendments and concluded that the adoption does not have a material impact on the Q3 2020 financial statements.

3. Critical Accounting Judgments and Key Sources of Estimation Uncertainty

COVID-19 Measures

During March 2020, the COVID-19 outbreak was declared a pandemic by the World Health Organization. The situation is constantly evolving, and the measures put in place have numerous economic repercussions at the global and national levels. These measures, which include travel bans, solitary confinement or quarantine, whether voluntary or not, and social distancing, have caused significant disruption in the United States and Canada, where the Company operates.

LOGISTEC has rolled out its business continuity plan for its operations that are deemed essential services by the government authorities in Canada and the United States. More precisely, the Company's marine operations are considered essential services and, as such, our terminal operations across our North American network remain open and functional. In addition, our manufacturing of woven hoses, which is essential in providing communities with drinking water and fighting forest fires, remains operational.

On the environmental services side, we are, as every year, affected by the seasonality of our operations and most activities cannot be performed in the winter season. This includes site remediation and renewal of water mains. COVID-19 has nonetheless affected these activities, causing significant delays in our projects. Since the end of May 2020, we have resumed all businesses in this segment, and we are now operating under strict distancing and sanitation protocols.

In light of the COVID-19 measures, management has reviewed its judgments, estimates and assumptions, which are fully described in the 2019 audited consolidated financial statements, related to the carrying amounts of assets and liabilities that are not readily apparent from other sources. As at September 26, 2020, management has not found any triggering events that could impair its long-lived assets, including goodwill, that could increase the allowance for doubtful accounts on its trade receivables, or that could limit its ability to draw on its credit facilities.

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4. Seasonal Nature of Operations

Marine services are affected by weather conditions and are therefore of a seasonal nature. During the winter months, the St. Lawrence Seaway is closed. There is no activity on the Great Lakes, reduced activity on the St. Lawrence River, and no activity in Arctic transportation due to ice conditions.

Environmental services are also affected by weather conditions, as the majority of the specialized services offered involve the excavation of soils, which is more difficult during the winter.

Historically, the first quarter and, to a lesser extent, the second quarter have always presented a lower level of activity and yielded weaker results than the other quarters. The third and fourth quarters are usually the most active.

5. Business Combinations

Through an asset acquisition on June 26, 2020, Gulf Stream Marine, Inc. ("GSM") acquired the Care terminal at the Port of Houston in Texas, and on July 15, 2020, acquired an additional terminal at the Port of Pascagoula in Mississippi for a total purchase price of US\$12.0 million (CA\$16.5 million), subject to certain adjustments. These two strategically located marine terminals complement LOGISTEC's growing network throughout the U.S. Gulf, which is now operating in 12 terminals in three Gulf Coast states. The purchase price has been allocated on a preliminary basis and will be finalized as soon as the Company has obtained all the necessary information. We are currently evaluating the property, plant and equipment and the intangible assets as at September 26, 2020.

At the acquisition date, the fair value of the underlying identifiable assets acquired and liabilities assumed was as follows:

	\$
Current assets	132
Property, plant and equipment	9,603
Right-of-use assets	32,706
Goodwill (deductible for tax purposes)	5,167
Intangible assets	1,641
Current liabilities	(86)
Lease liabilities	(32,706)
Cash purchase consideration	16,457

The acquisition transition costs for these assets, included under other expenses, amounted to \$88.

Impact of the Business Combinations on the Results of the Company

The Company's results for the three-month period ended September 26, 2020, include \$2,399 in revenue, and a loss before income taxes of \$1,012 generated by these acquired terminals. If this business combination has been completed on January 1, 2020, in the Company's best estimate, revenue and loss before income taxes for the nine-month period would have been \$9,530 and \$293, respectively.

In determining these estimated amounts, the Company assumes that the fair value adjustments that arose on the acquisition dates would have been the same had the acquisitions occurred on January 1, 2020.

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Goodwill

Goodwill mainly arose in the acquisition as a result of synergies attributable to the expected future growth potential from the expanded locations and intangible assets not qualifying for separate recognition.

6. Government Assistance

As at September 26, 2020, the Company believed that it qualified to receive the Canada Emergency Wage Subsidy and that there was reasonable assurance that the amount would be received from the Canadian federal government in connection with the COVID-19 pandemic. For the three-month and nine-month periods ended September 26, 2020, the Company recognized a wage subsidy of \$1,702 and \$12,662, respectively, against the salary expense qualifying for that subsidy under employee benefits expense in the condensed consolidated interim statements of earnings.

7. Financial Risk Management

Capital Management

The Company monitors the ratio of net indebtedness/capitalization on a quarterly basis. As at September 26, 2020, the ratio was calculated as follows:

	As at September 26, 2020 \$	As at December 31, 2019 \$
Long-term debt, including the current portion	181,912	177,900
Total indebtedness	181,912	177,900
Less:		
Cash and cash equivalents	23,657	22,608
Total net indebtedness	158,255	155,292
Equity attributable to owners of the Company	294,949	280,371
Capitalization	453,204	435,663
Ratio of net indebtedness/capitalization	34.9%	35.6%

As at September 26, 2020, the Company was in compliance with all its obligations under the terms of its banking agreements.

Financial Risk Management

Due to the nature of the activities carried out and as a result of holding financial instruments, the Company is exposed to credit risk, liquidity risk and market risk, especially interest rate risk and foreign exchange risk.

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CREDIT RISK

Credit risk arises from the possibility that a counterpart will fail to perform its obligations. The Company conducts a thorough assessment of credit issues prior to committing to the investment and actively monitors the financial health of its investees on an ongoing basis. In addition, the Company is exposed to credit risk from customers. On the one hand, the Company does business mostly with large industrial, municipal and well-established customers, thus reducing its credit risk. On the other hand, the number of customers served by the Company is limited, which increases the risk of business concentration and economic dependency. Overall, the Company serves some 2,200 customers. For the nine months ended September 26, 2020, the 20 largest customers accounted for 45.4% (33.6% in 2019) of consolidated revenue.

Fair Value of Financial Instruments

As at September 26, 2020, and December 31, 2019, the estimated fair values of cash and cash equivalents, trade and other receivables, trade and other payables, and dividends payable approximated their respective carrying values due to their short-term nature.

The estimated fair value of long-term notes receivable, included in non-current financial assets, was not significantly different from their carrying value as at September 26, 2020, and December 31, 2019, based on the Company's estimated rate for long-term notes receivable with similar terms and conditions.

The estimated fair value of long-term debt was \$3,688 higher than its carrying value as at September 26, 2020 (\$921 higher than as at December 31, 2019) as a result of a change in financial conditions of similar instruments available to the Company. The fair value of long-term debt is determined using the discounted future cash flows method and management's estimates for market interest rates for identical or similar issuances.

Financial instruments recognized at fair value are classified using a hierarchy that reflects the significance of the inputs used to measure the fair value.

The fair value hierarchy requires that observable market inputs be used whenever such inputs exist. A financial instrument is classified in the lowest level of the hierarchy for which a significant input has been used to measure fair value.

An entity's own credit risk and the credit risk of the counterparty, in addition to the credit risk of the financial instrument, were factored into the fair value determination of the financial liabilities, including derivative instruments.

The Company presents a fair value hierarchy with three levels that reflects the significance of inputs used in determining the fair value assessments. The fair value of financial assets and liabilities classified in these three levels is evaluated as follows:

- Level 1: valuation based on quoted prices (unadjusted) observed in active markets for identical assets or liabilities;
- Level 2: valuation techniques based on inputs that are quoted prices of similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, inputs other than quoted prices used in a valuation model that are observable for the instrument being valued, and inputs that are derived mainly from or corroborated by observable market data using correlation or other forms of relationship;
- Level 3: valuation techniques based significantly on inputs that are not observable in the market.

For the period ended September 26, 2020, no financial instruments were recorded at fair value or transferred between levels 1, 2 and 3.

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Sensitivity Analysis

On September 26, 2020, all other things being equal, a 10.0% increase of the pre-established financial performance threshold of acquired businesses related to the written put option would have resulted in a decrease of \$2,923 in retained earnings for the period ended September 26, 2020, and an increase of the same amount in total liabilities. A 10.0% decrease of the pre-established financial performance threshold would have had the opposite estimated impact.

8. Share Capital

Since the beginning of the year, pursuant to the Company's normal course issuer bid, 5,300 (6,800 in 2019) Class A shares and 28,200 (32,800 in 2019) Class B shares were repurchased and cancelled for cash considerations of \$163 (\$291 in 2019) and \$903 (\$1,350 in 2019), respectively. Of this amount, the excess over stated capital of the repurchased shares of \$159 (\$286 in 2019) and \$708 (\$1,146 in 2019), respectively, was charged to retained earnings.

As of September 26, 2020, following the issuance of 24,300 (14,800 in 2019) Class B shares under the Employee Stock Purchase Plan ("ESPP"), there remains an unallocated balance of 169,400 Class B shares reserved for issuance pursuant to this ESPP. Those 24,300 (14,800 in 2019) Class B shares were issued in exchange for a cash consideration of \$190 (\$258 in 2019) and non-interest-bearing loans of \$504 (\$298 in 2019), repayable over two years. The carrying value of non-interest-bearing loans amounts to \$551 as at September 26, 2020 (\$328 as at December 31, 2019).

Following the 2016 agreement with SANEXEN, as at March 24, 2020, LOGISTEC issued 148,568 Class B shares at \$33.02 per share, which reduced the share capital to be issued from \$9,811 as at December 31, 2019, to \$4,906 as at September 26, 2020.

During the nine-month period ended September 26, 2020, there were 700 Class A shares converted into Class B shares (nil in 2019).

The issued and outstanding shares were as follows:

	As at September 26, 2020 \$	As at December 31, 2019 \$
7,377,622 Class A shares (7,383,622 as at December 31, 2019)	4,875	4,879
5,542,269 Class B shares (5,396,901 as at December 31, 2019)	40,747	35,343
	45,622	40,222

Dividends

Details of dividends declared per share are as follows:

	For the nine months ended September 26, 2020 \$	September 28, 2019 \$
Class A shares	0.28	0.28
Class B shares	0.31	0.30

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Executive Stock Option Plan

The Company has an Executive Stock Option Plan under which 60,658 options to subscribe for the Company's Class B shares have been granted to certain senior executives. The exercise price of the options is \$24.86 and is equal to the average of the daily high and low trading prices for the five days, consecutive or not, preceding the date of grant. The options granted vest over a period of four years at the rate of 25% per year, starting at the grant date. The fair value of the options was estimated at \$5.77 at the grant date using the Black-Scholes option pricing model, taking into account the terms and conditions on which the options were granted. The contractual term of each option granted is seven years. There are no cash settlement alternatives. The Company accounts for the Executive Stock Option Plan as an equity-settled plan.

9. Revenue

Revenue is detailed as follows:

	For the three months ended		For the nine months ended	
	September 26, 2020	September 28, 2019	September 26, 2020	September 28, 2019
	\$	\$	\$	\$
Revenue from cargo-handling services	79,199	100,868	250,340	284,491
Revenue from services relating to renewal of underground water mains	81,449	61,746	104,409	103,942
Revenue from site remediation services and decontamination services	24,141	27,583	49,259	50,783
Revenue from sale of goods	7,058	5,096	20,865	27,000
	191,847	195,293	424,873	466,216

10. Accumulated Other Comprehensive Income, Net of Taxes

	As at September 26, 2020	As at September 28, 2019
	\$	\$
Losses on financial instruments designated as cash flow hedges	(70)	13
Currency translation differences arising on translation of foreign operations	13,964	12,957
Unrealized losses on translating debt designated as hedging item of the net investment in foreign operations	(2,399)	(2,029)
	11,495	10,941

11. Segmented Information

The Company and its subsidiaries are organized and operate primarily in two reportable industry segments: marine services and environmental services. The accounting policies used within the segments are applied in the same manner as for the condensed consolidated interim financial statements.

The Company discloses information about its reportable segments based upon the measures used by management in assessing the performance of those reportable segments. The Company uses segmented profit before income taxes to measure the operating performance of its segments.

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The financial information by industry and geographic segments is as follows:

Industry Segments

The financial information by industry segment is as follows:

	Marine services \$	Environmental services \$	Total \$
For the three months ended September 26, 2020			
Revenue	79,237	112,610	191,847
Profit before income taxes	4,081	23,123	27,204
For the nine months ended September 26, 2020			
Revenue	251,015	173,858	424,873
Profit before income taxes	16,032	10,894	26,926
As at September 26, 2020			
Total assets	513,563	300,595	814,158
Total liabilities	365,097	153,239	518,336
For the three months ended September 28, 2019			
Revenue	100,867	94,426	195,293
Profit before income taxes	12,370	10,511	22,881
For the nine months ended September 28, 2019			
Revenue	286,500	179,716	466,216
Profit (loss) before income taxes	19,912	(1,037)	18,875
As at December 31, 2019			
Total assets	463,823	270,915	734,738
Total liabilities	323,674	130,050	453,724

Geographic Segments

The Company's revenue from external customers by country of origin and information about its non-current assets by location of assets are detailed below.

	Canada \$	USA \$	Total \$
Revenue			
For the three months ended September 26, 2020	127,063	64,784	191,847
For the three months ended September 28, 2019	111,555	83,738	195,293
For the nine months ended September 26, 2020	226,185	198,688	424,873
For the nine months ended September 28, 2019	232,702	233,514	466,216
Non-current assets ⁽¹⁾			
As at September 26, 2020	275,854	288,192	564,046
As at December 31, 2019	259,185	240,818	500,003

⁽¹⁾ Non-current assets exclude non-current financial assets and deferred income tax assets.

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